

The Honorable Richard A. Jones

UNITED STATES DISTRICT COURT
WESTERN DISTRICT OF WASHINGTON AT SEATTLE

ZENWORK, INC. f/k/a TECHATLANTIS,
INC.,

Plaintiff,

v.

AVALARA, INC.,

Defendant.

AVALARA, INC.,

Counterclaim
Plaintiff,

v.

ZENWORK, INC. f/k/a TECHATLANTIS,
INC. d/b/a EXAKTO.COM;
1099ONLINE.COM, TAX1099.COM; EZ2290;
EZIFTA; EZEXTENSION; and
FBARONLINE,

Counterclaim
Defendants.

NO. 2:16-cv-01325-RAJ

DECLARATION OF ROBERT WAITE
IN SUPPORT OF MOTION FOR
ORDER OF POSSESSION OR IN THE
ALTERNATIVE PRELIMINARY
INJUNCTION

WAITE DECLARATION - 1
No. 2:16-cv-01325-RAJ

GORDON TILDEN THOMAS & CORDELL LLP
1001 Fourth Avenue, Suite 4000
Seattle, WA 98154
Phone (206) 467-6477
Fax (206) 467-6292

1 I, Robert Waite, declare as follows:
2
3

4 1. I am Director of Business Development for Avalara. I have personal knowledge
5
6 of the facts set forth below and am competent to testify.
7

8 2. I understand that Ed Pratt testified that Avalara and TechAtlantis contemplated
9
10 that Avalara and Avalara1099 customers would download all of their tax filing data during the
11
12 Wind-Down Period that followed termination of the Reseller Agreement. That is not correct.
13
14 The parties contemplated that the data would be *available* via the Avalara1099 portal during the
15
16 Wind-Down Period so that it could be accessed by Avalara and its customers *as needed* during
17
18 that time. There was no need for Avalara or Avalara1099 customers to download all the data
19
20 during that period because Section 10.4 of the Reseller Agreement explicitly required
21
22 TechAtlantis to return all AVA Data to Avalara upon the expiration of the Wind-Down Period.
23
24 Once the data was returned to Avalara, it would remain available to respond to any customer
25
26 needs that arose thereafter.
27

28 3. Avalara needed the Wind-Down Period to find a new vendor to replace Tech
29
30 Atlantis. Contrary to Tech Atlantis' contention, the parties did not choose six months based on
31
32 the understanding that it would take that long to retrieve data from Avalara1099.
33
34
35

36 I declare under penalty of perjury under the laws of the State of Washington that the
37
38 foregoing is true and correct to the best of my knowledge.
39
40
41

42 Dated January 6, 2017
43
44
45



WAITE DECLARATION - 2
No. 2:16-cv-01325-RAJ

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CERTIFICATE OF SERVICE

I hereby certify that on January 6, 2017, I electronically filed the foregoing with the Clerk of the Court using the CM/ECF system, which will send notification of such filing to the following:

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DATED this 6th day of January, 2017.

s/ Jeffrey M. Thomas
Jeffrey M. Thomas, WSBA #21175